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Please do not write in this margin  
Please complete legibly, preferably in black type, or bold block lettering  
\*insert full name of Company

Particulars of a mortgage or charge

395

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge



Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number



4289100

Name of company

\* PRECIS (2102) LIMITED

Date of creation of the charge

3rd July 2002

Description of the instrument (if any) creating or evidencing the charge (note 2)

See Continuation Sheet 1

Amount secured by the mortgage or charge

The Secured Obligations which means all moneys, obligations and liabilities for the time being due or owing to or recoverable by the Security Trustee and the Beneficiaries under the terms of the Charge whether actually or contingently and whether alone or jointly with others, in whatsoever currency such moneys, obligations and liabilities may be denominated, together with all interest thereon and all costs (including legal costs), charges and expenses and any VAT thereon incurred by the Security Trustee and/or any Receiver, in each case on a full indemnity basis, in connection with the perfection of the security constituted by the Charge.

Names and addresses of the mortgagees or persons entitled to the charge

CRP GENERAL PARTNER LIMITED, The Potteries, Pottery Lane East, Whittington Moor, Chesterfield, Derbyshire (the "Security Trustee")  
Postcode S41 9BH

Presentor's name address and reference (if any):

Herbert Smith  
Exchange House  
Primrose Street  
London  
EC2A 2HS

2976/2993/30826011 (7737)

Time critical reference

For official Use  
Mortgage Section

Post room



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COMPANIES HOUSE 09/07/02

See Continuation Sheets 2 to 11

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legibly, preferably  
in black type, or  
bold block  
lettering

Particulars as to commission allowance or discount (note 3)

Not applicable

Signed

Herbert Smith

Date

5<sup>th</sup> July 2002

On behalf of [xxxxxxx xxxxxxxxxChargee] †

A fee of £10 is  
payable to  
Companies House  
in respect of each  
register entry for a  
mortgage or  
charge.  
(See Note 5)

† delete as  
appropriate

## Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the Registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF14 3UZ

DESCRIPTION OF THE INSTRUMENT CREATING OR EVIDENCING THE CHARGE  
(Continued)

CONTINUATION SHEET: 1

PRECIS (2102) LIMITED

Company No: 4289100

Third Party Legal Mortgage dated 3rd July 2002 (the "**Charge**") between Carisbrooke Suon Limited Partnership acting by its general partner Carisbrooke Suon General Partner Limited, Precis (2108) Limited, Precis (2109) Limited, Precis (2110) Limited, Precis (2111) Limited, Precis (1672) Limited, Carisbrooke Suon Properties Limited, Topwell No. 1 Limited, Topwell No. 2 Limited, Topwell No. 3 Limited, Topwell No. 4 Limited, Precis (2017) Limited, Precis (2018) Limited, Precis (2019) Limited, Precis (2020) Limited, Precis (2022) Limited, Precis (2023) Limited, Precis (2024) Limited, Precis (2025) Limited, Precis (2102) Limited, Precis (2103) Limited, Precis (2104) Limited, Precis (2105) Limited, Precis (2118) Limited, Precis (2119) Limited, Precis (2217) Limited, Precis (2218) Limited, Precis (1930) Limited, Precis (1931) Limited, Topwell No. 5 Limited, Topwell No. 6 Limited, Topwell No. 9 Limited, Topwell No. 10 Limited, Topwell No. 13 Limited, Topwell No. 14 Limited, Precis (2175) Limited, Precis (2176) Limited and Chancerygate (AA) General Partner Limited (the "**Chargors**").

**SHORT PARTICULARS OF ALL THE PROPERTY MORTGAGED OR CHARGED**  
(Continued)

CONTINUATION SHEET: 2

**PRECIS (2102) LIMITED**

**Company No: 4289100**

Each Chargor with full title guarantee and as Security in favour of the Security Trustee for the payment and discharge of the Secured Obligations:

- 1.1 charged to the Security Trustee by way of legal mortgage ALL THAT the Mortgaged Property details of which are set out immediately opposite its name in Schedule 1 to this Form 395 and in respect of which it is stated to be the registered proprietor or legal owner;
- 1.2 charged to the Security Trustee (to the extent the same are not subject to the mortgage under paragraph 1.1) all its Real Property;
- 1.3 charged to the Security Trustee all plant, machinery, vehicles, computers, office and other equipment and chattels and all Related Property Rights; and
- 1.4 assigned absolutely and agreed to assign absolutely to the Security Trustee:
  - 1.4.1 all rights and claims to which such Chargor is now or may hereafter become entitled in relation to its Real Property details of which are set out immediately opposite its name in Schedule 1 to this Form 395; and
  - 1.4.2 the benefit of all such Chargor's interest in any policies of insurance relating to its Real Property details of which are set out immediately opposite its name in Schedule 1 to this Form 395 whether relating to buildings thereon or loss of rent or otherwise; and
- 1.5 charged to the Security Trustee by way of floating charge its Undertaking insofar as it is not otherwise effectively mortgaged, charged or assigned under paragraphs 1.1 to 1.4 (inclusive).

Note: The Charge contains a negative pledge clause pursuant to which each Chargor covenanted with the Security Trustee that, for so long as the Charge remains undischarged:

- 2.1 it shall not secure or suffer any of its Indebtedness to be secured by any Security on its interests in or under any or all of its Undertaking other than the Permitted Security;
- 2.2 it shall notify the Security Trustee promptly if it or any other Chargor creates or permits to subsist any Security over any of its Undertaking in contravention of clause 5.1 of the Charge; and
- 2.3 it shall procure that any Security (other than the Permitted Security) shall be expressed to be subject to the Charge.

PRECIS (2102) LIMITED

Company No: 4289100

**SCHEDULE 1**

**The Mortgaged Property**

**Part I – Carisbrooke Suon Properties**

1. The Freehold Property known as 75 Taff Street, Pontypridd as the same is registered at HM Land Registry with title absolute under title number WA276169.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)
2. The Freehold Property known as 75a and 76 Taff Street, Pontypridd as the same is registered at HM Land Registry with title absolute under title number WA287000.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)
3. The Freehold Property known as 99-101 Peascod Street, Windsor as the same is registered at HM Land Registry with title absolute under title numbers BK91793 and BK340151.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)
4. The Freehold Property known as 27 and 29 Northgate Street, Gloucester as the same is registered at HM Land Registry with title absolute under title number GR71475.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)
5. The Freehold Property known as 32 Union Street, Torquay, Devon as the same is registered at HM Land Registry with title absolute under title number DN177614.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)
6. The Freehold Property known as 144 High Street, Stockton-on-Tees as the same is registered at HM Land Registry with title absolute under title number TES23740.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)
7. The Freehold Property known as 59-61 High Road, Wood Green, London N22 as the same is registered at HM Land Registry with title absolute under title number EGL219750.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)

**SHORT PARTICULARS OF ALL THE PROPERTY MORTGAGED OR CHARGED**  
(Continued)

CONTINUATION SHEET: 4

**PRECIS (2102) LIMITED**

**Company No: 4289100**

8. The Freehold Property known as 63 High Road, Wood Green, London N22 as the same is registered at HM Land Registry with title absolute under title number MX244714.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)
9. The Freehold Property known as 104 High Street, Watford, Hertfordshire as the same is registered at HM Land Registry with title absolute under title number HD356599.  
  
Registered Proprietor: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)
10. The Freehold Property known as land and buildings to the north west side of Lower Boxley Road, Maidstone, Kent as the same is registered at HM Land Registry with title absolute under title number K655210.  
  
Registered Proprietor: Carisbrooke Suon General Partner Limited and Precis (1672) Limited
11. The Freehold Property being land and buildings on the south east side of Dunkirk Street, Leicester and known as Wellesley House as the same is registered at HM Land Registry with title absolute under title number LT263596.  
  
Registered Proprietor: Carisbrooke Suon General Partner Limited
12. The Freehold Property being land and buildings on the south side of Chapel Street, Marlow, Buckinghamshire and known as Abbey House and Priory House as the same is registered at HM Land Registry with title absolute under title numbers BM128827 and BM128828.  
  
Registered Proprietor: Carisbrooke Suon General Partner Limited
13. The Freehold Property being land on the east side of Poyle Road, Colnbrook, Berkshire as the same is registered at HM Land Registry with title absolute under title number BK332716.  
  
Registered Proprietor: Carisbrooke Suon General Partner Limited
14. The Freehold Property being 23 Southampton Street, Southampton as the same is registered at HM Land Registry with title absolute under title number HP191646.  
  
Registered Proprietor: Carisbrooke Suon General Partner Limited
15. The Freehold Property known as Alleyn House, Carlton Crescent, Southampton as the same is registered at HM Land Registry with title absolute under title number HP18944 and with possessory title under title number HP13073.  
  
Registered Proprietor: Carisbrooke Suon General Partner Limited

**PRECIS (2102) LIMITED**

**Company No: 4289100**

16. The Freehold Property known as Regency House, 3 Grosvenor Square, Southampton as the same is registered at HM Land Registry with title absolute under title number HP119262.

Registered Proprietor: Carisbrooke Suon General Partner Limited

17. The Freehold Property known as Basement Toilets and Cloakroom, Regency House, 3 Grosvenor Square, Southampton as the same is registered at HM Land Registry with possessory title under title number HP425144.

Registered Proprietor: Carisbrooke Suon General Partner Limited

18. The Freehold Property known as The Arndale Shopping Centre, Otley Road, Headingley, Leeds, West Yorkshire as the same is registered at HM Land Registry with title absolute under title number WYK462076.

Transferee: Precis (2108) Limited and Precis (2109) Limited

19. The Leasehold Property known as The Arndale Shopping Centre, Otley Road, Headingley, Leeds, West Yorkshire as comprised in a lease dated 19<sup>th</sup> October 2001 made between Harpoon Investments Limited and WXIII/GPUK Realty Company LLC (1) and Topwell No. 3 Limited and Topwell No. 4 Limited (2) as the same is registered at HM Land Registry with title absolute under title number WYK704378.

Registered Proprietor: Topwell No. 3 Limited and Topwell No. 4 Limited

20. The Leasehold Property known as Units 1-6 The Piazza, 3-8 Devonhurst Place, Heathfield Terrace, Chiswick, London W4 as the same is registered at HM Land Registry with title absolute under title numbers AGL15557, AGL18958, AGL15090, AGL19015, AGL23514 and AGL18938.

Transferee: Precis (2111) Limited and Precis (2110) Limited

21. The Leasehold Property known as Units 1-6 The Piazza, 3-8 Devonhurst Place, Heathfield Terrace, Chiswick, London W4 as comprised in a lease dated 19<sup>th</sup> October 2001 made between Whitehall Green Trading Limited (1) and Topwell No. 1 Limited and Topwell No. 2 Limited (2) as the same is registered at HM Land Registry with title absolute under title number AGL96725.

Registered Proprietor: Topwell No. 1 Limited and Topwell No. 2 Limited

22. The Freehold Property known as Station Plaza, Station Road, Ilkley as the same is registered at HM Land Registry with title absolute under title number WYK567987.

Registered Proprietor: Hypo Property Investment (1992) Limited but subject to a transfer dated 25<sup>th</sup> March 2002 of the bare legal estate to Precis (2175) Limited and Precis (2176) Limited

23. The Freehold Property known as St. Mary's Place, St. Mary's Road, Market Harborough as the same is registered at HM Land Registry with title absolute under title number LT263893 and Leasehold Property known as Management Offices, St.

**PRECIS (2102) LIMITED**

**Company No: 4289100**

Mary's Place, Market Harborough as the same is registered at HM Land Registry with title absolute under title number LT263895.

Registered Proprietor: Hypo Property Investment (1992) Limited but subject to a transfer dated 25<sup>th</sup> March 2002 of the bare legal estate to Precis (2175) Limited and Precis (2176) Limited

24. The Freehold Property known as The Magnolia Centre, Exmouth, Devon as the same is registered at HM Land Registry with title absolute under title number DN141865.

Registered Proprietor: Hypo Property Investment (1992) Limited but subject to a transfer dated 25<sup>th</sup> March 2002 of the bare legal estate to Precis (2175) Limited and Precis (2176) Limited

25. The Freehold Property known as The Aylesham Centre, Peckham as the same is registered at HM Land Registry with title absolute under title numbers 246721, LN186281, SGL423569 and TGL141579.

Registered Proprietor: Hypo Property Investment (1992) Limited but subject to a transfer dated 25<sup>th</sup> March 2002 of the bare legal estate to Precis (2175) Limited and Precis (2176) Limited

26. The property comprising premises known or formerly known as 52/58 High Street, 5/13 Cross Wynd and 25/33 Queen Anne Street, Dunfermline.

Legal Owner: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)

27. 3 and 5 High Street, Paisley registered in the Land Register of Scotland under title number REN16111.

Legal Owner: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)

28. 39 and 41 King Street, Kilmarnock, Ayr.

Legal Owner: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)

29. 43 King Street and 14 Sandbed Street, Kilmarnock Ayr.

Legal Owner: Carisbrooke Suon Properties Limited (formerly West Register (P.I.3) Limited)



PRECIS (2102) LIMITED

Company No: 4289100

**Part II – CRP and Suon Cambridge Properties**

1. Firstly the Freehold Property known as Paddock Wood Distribution Centre, Paddock Wood, Kent as the same is registered at HM Land Registry with title absolute under title numbers K395609, K683544 and K782428 together with such estate right and interest as may exist in the land shown coloured green on the filed plan for title number K395609.

Registered Proprietor: Carisbrooke Suon General Partner Limited and Precs (1672) Limited

Secondly the Leasehold Property at Paddock Wood Distribution Centre, Paddock Wood, Kent known as development plots D1, D2 and D3 as comprised within three leases all dated 29<sup>th</sup> September 1998 made between Lansing International Inc. (1) and Padwood II Limited (2) each for term of 950 years from 29<sup>th</sup> September 1998 as the same are together registered at HM Land Registry with title absolute under title number K790687.

Registered Proprietor: Carisbrooke Suon General Partner Limited and Precs (1672) Limited

2. The Freehold Property known as land and buildings to the north west of Ely Road, Landbeach, Cambridgeshire as the same is registered at HM Land Registry with title absolute under title number CB91128.

Registered Proprietor: Precs (1930) Limited and Precs (1931) Limited

3. The Leasehold Property known as land at Unit B (off Deer Park Road), Moulton Park Industrial Estate, Northampton as comprised within a lease dated 29<sup>th</sup> June 2001 made Dencora Properties Limited (1) and Precs (2017) Limited and Precs (2018) Limited for a term of 999 years from 29<sup>th</sup> June 2001 as the same is registered at HM Land Registry with title absolute under title number HN16472.

Registered Proprietor: Precs (2017) Limited and Precs (2018) Limited

4. The Leasehold Property known as land at Units 1-11 Harold Close, Harolds Road, Harlow as comprised within a lease dated 29<sup>th</sup> June 2001 made Dencora Securities Limited (1) and Precs (2019) Limited and Precs (2020) Limited (2) for a term of 999 years from 29<sup>th</sup> June 2001 as the same is registered at HM Land Registry with title absolute under title number EX665501.

Registered Proprietor: Precs (2019) Limited and Precs (2020) Limited

5. The Leasehold Property known as land at Unit 1 (No.5) and Unit 2 (No.9) Cavendish Street, Ipswich, Suffolk as comprised within a lease dated 29<sup>th</sup> June 2001 made Dencora Securities Limited (1) and Precs (2022) Limited and Precs (2023) Limited (2) for a term of 999 years from 29<sup>th</sup> June 2001 as the same is registered at HM Land Registry with title absolute under title number SK218140.

**PRECIS (2102) LIMITED**

**Company No: 4289100**

Registered Proprietor: Precis (2022) Limited and Precis (2023) Limited

6. The Leasehold Property known as land at Units 1-5 Trinity Street, Myrtle Road, Ipswich, Suffolk as comprised within a lease dated 29<sup>th</sup> June 2001 made Dencora Securities Limited (1) and Precis (2024) Limited and Precis (2025) Limited (2) for a term of 999 years from 29<sup>th</sup> June 2001 as the same is registered at HM Land Registry with title absolute under title number SK218141.

Registered Proprietor: Precis (2024) Limited and Precis (2025) Limited

7. Firstly the Leasehold Property at St Georges House, 14-17 Wells Street, Marylebone, London W1 as comprised within a lease dated 19<sup>th</sup> October 2001 made between Whitehall Green Trading Limited (1) and Topwell No. 5 Limited and Topwell No. 6 Limited (2) for a term of 99 years (less 3 days) computed from 25<sup>th</sup> March 1923.

Current Tenant: Topwell No. 5 Limited and Topwell No. 6 Limited

Secondly the Head Leasehold Property at St Georges House, 14-17 Wells Street, Marylebone, London W1 as comprised within a lease dated 4<sup>th</sup> October 1928 made between John Anstruther Berners (1) and David Isaacs (2) for a term of 99 years from 25<sup>th</sup> March 1923 as the same is registered at HM Land Registry with good leasehold title under title number 363633.

Registered Proprietor: Precis (2102) Limited and Precis (2103) Limited

8. Firstly the Leasehold Property at Sidcup House, 12, 14, 16 and 18 Station Road, Sidcup, Kent as comprised within a lease dated 19<sup>th</sup> October 2001 made between Whitehall Green Trading Limited (1) and Topwell No. 13 Limited and Topwell No. 14 Limited (2) for a term of 999 years computed from 19<sup>th</sup> October 2001 as the same is registered at HM Land Registry with title absolute under title number SGL631777.

Registered Proprietor: Topwell No. 13 Limited and Topwell No. 14 Limited

Secondly the Freehold Property at Sidcup House, 12, 14, 16 and 18 Station Road, Sidcup, Kent as the same is registered at HM Land Registry with title absolute under title number K171828.

Registered Proprietor: Precis (2118) Limited and Precis (2119) Limited

9. Firstly the Leasehold Property at Maid Marion Way, Nottingham as comprised within a lease dated 19<sup>th</sup> October 2001 made between Harpoon Investments Limited and WXIII/GPUK Realty Company LLC trading as Whitehall Green Partnership (1) and Topwell No. 9 Limited and Topwell No. 10 Limited (2) for a term of 150 years (less 6 days) computed from 29<sup>th</sup> September 1963 as the same is registered at HM Land Registry with title absolute under title number NT367205.

Registered Proprietor: Topwell No. 9 Limited and Topwell No. 10 Limited

**SHORT PARTICULARS OF ALL THE PROPERTY MORTGAGED OR CHARGED**  
(Continued)

CONTINUATION SHEET: 9

**PRECIS (2102) LIMITED**

**Company No: 4289100**

Secondly the Freehold Property being Newland House and Albany Hotel, Maid Marion Way as the same is registered at HM Land Registry with title absolute under title number NT203599.

Thirdly the Freehold Property being Newton House, Maid Marion Way as the same is registered at HM Land Registry with freehold title absolute under title number NT292359.

Fourthly the Leasehold Property being Newton House and land and buildings adjoining Maid Marion Way and certain land, wall and buttresses held under a lease dated 23<sup>rd</sup> June 1966 for a term of 150 years from 29<sup>th</sup> September 1963 as the same is registered at HM Land Registry with good leasehold title under title number NT203598.

Fifthly the Leasehold Property being Newton House and Newland House, Maid Marion Way held under a lease dated 24<sup>th</sup> June 1966 for a term of 150 years (less 3 days) from 29<sup>th</sup> September 1963 as the same is registered at HM Land Registry with good leasehold title under title number NT18366.

Sixthly the Leasehold Property being the Albany Hotel, Maid Marion Way held under a lease dated 22<sup>nd</sup> September 1970 for a term from 22<sup>nd</sup> September 1970 to 26<sup>th</sup> September 2113 as the same is registered at HM Land Registry with good leasehold title under title number NT18348.

Registered Proprietor of the second, third, fourth, fifth and sixth properties described above: Precis (2104) Limited and Precis (2105) Limited

10. The Freehold Property being land and buildings lying to the west of Ely Road, Landbeach, Cambridgeshire known as Charltons Business Park as the same is registered at HM Land Registry with title absolute under title number CB163588.

Transferee: Precis (2217) Limited and Precis (2218) Limited.

PRECIS (2102) LIMITED

Company No: 4289100

**Definitions**

In this Form 395:

**"Beneficiaries"** means **NEIL YOUNG** of Montague Road, Richmond, Surrey TW10 6QW, **NIC RUMSEY** of 8 Port Road, East Twickenham, Middlesex TW1 2PX, **JOHN WILSON** of Birley Farm, Cutthorpe, Chesterfield, Derbyshire S42 7AY and **THOMAS MULLIGAN** of Grange Farm, Cossall, Notts NG16 2RX.

**"Indebtedness"** means any obligation for the payment or repayment of money, whether present or future, actual or contingent and whether incurred as principal or surety including, without limitation, any obligation to pay any interest both before demand and from the date of demand to the date of payment, both before and after judgment (whether any of the same shall have been capitalised or not but without double counting) and all costs, charges, fees, commissions, legal and other expenses, liabilities and obligations whether due or owing and incurred in any manner whatsoever on a full indemnity basis;

**"Mortgaged Property"** means all that property described in Schedule 1 to this Form 395, together with all fixed plant and machinery and fixtures thereto and the benefit of any covenants for title given or entered into by any predecessor in title together with any moneys payable in respect of such covenants;

**"Permitted Security"** means any Security created by a Security Document as that term is defined in a loan agreement dated 28<sup>th</sup> June 2002 between (1) The Chancerygate Jaguar Limited Partnership, (2) the Banks (as defined therein) and (3) Anglo Irish Bank Corporation plc;

**"Real Property"** means, in relation to a Chargor:

- (A) all of its freehold and leasehold property specified in Schedule 1 to this Form 395; and
- (B) all of its freehold and leasehold property or immovable property situate in England and Wales and Scotland (other than the property referred to in paragraph (A) above); and
- (C) any buildings, fixtures (including trade fixtures), fittings, fixed plant or machinery from time to time on or forming part of the property referred to in paragraphs (A) and (B) above; and
- (D) the Related Property Rights;

**"Receiver"** means any person or persons appointed by the Security Trustee to be a receiver or receivers or receiver and manager of the property charged by the Charge or any part thereof;

**"Related Property Rights"** means in relation to any property or asset:

- (A) the proceeds of sale and/or other realisation of that property or asset (or any part thereof or interest therein);

PRECIS (2102) LIMITED

Company No: 4289100

- (B) any right to enforce the terms of that property or asset and to the receipt of damages for non-performance related to that property or asset;
- (C) all security, options, agreements, rights, easements, benefits, indemnities, guarantees, warranties or covenants for title in respect of such property; and
- (D) all rights under any lease, licence or agreement for lease, sale or use in respect of such property or assets;

**"Secured Obligations"** means all moneys, obligations and liabilities for the time being due or owing to or recoverable by the Security Trustee and the Beneficiaries under the terms of the Charge whether actually or contingently and whether alone or jointly with others, in whatsoever currency such moneys, obligations and liabilities may be denominated, together with all interest thereon and all costs (including legal costs), charges and expenses and any VAT thereon incurred by the Security Trustee and/or any Receiver, in each case on a full indemnity basis, in connection with the perfection of the security constituted by the Charge;

**"Security"** means any mortgage, charge, pledge, lien, assignment created for the purpose of security, hypothecation, encumbrance or other security interest or preferential agreement of any kind or other agreement which has the same or similar effect to the granting of security;

**"Undertaking"** means the property, assets, rights and revenues of the relevant Chargor, whatsoever and wheresoever, present and future, including its uncalled share capital (if any) or such of them as the context requires;

**"VAT"** means United Kingdom Value Added Tax together with all interest and penalties relating thereto.

FILE COPY



## **CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE**

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 04289100

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A THIRD PARTY LEGAL MORTGAGE DATED THE 3rd JULY 2002 AND CREATED BY PRECIS (2102) LIMITED FOR SECURING ALL MONEYS, OBLIGATIONS AND LIABILITIES DUE OR TO BECOME DUE BY THE CHARGORS TO CRP GENERAL PARTNER LIMITED, THE SECURITY TRUSTEE AND THE BENEFICIARIES UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 9th JULY 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 11th JULY 2002.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —